

TOWN OF BEDFORD
November 8, 2021
PLANNING BOARD
MINUTES

A meeting of the Bedford Planning Board was held on Monday, November 8, 2021, at the Bedford Meeting Room, 10 Meeting House Road, Bedford, NH. Present were: Mac McMahan (Chairman), Town Councilor Bill Duschatko (Vice Chairman), Priscilla Malcolm (Secretary), Charlie Fairman, Matt Sullivan, John Quintal (Alternate), John Nelson (Alternate), Matt Nichols (Alternate), and Becky Hebert (Planning Director)

I. Call to Order and Roll Call:

Chairman McMahan called the meeting to order at 7:00 p.m. Town Council Alternate Kelleigh Murphy and regular members Hal Newberry and Steve Clough were absent. Mr. Quintal and Mr. Nichols were appointed to vote.

II. Old Business & Continued Hearings: None

III. New Business:

1. **ER Bedford, LLC c/o Encore Retail, LLC (Applicant & Owner)** - Request for Site Plan Approval for a mixed-use development at the Market and Main site, with 24,178 SF existing and 174,000 SF of additional development, including retail, restaurant, office and hotel uses, located at 125 South River Road, Lots 12-33, 12-33-1 & 12-33-2, Zoned PZ.

IV. Concept Proposals and Other Business:

1. Master Plan 2021 Public Hearing

Ms. Hebert stated the new application has been reviewed by staff. Staff's determination is that the application is complete, the abutters have been notified, and it is the opinion of Staff that the application does not pose a regional impact. Staff would recommend that the Board accept the agenda and the application as complete.

MOTION by Mr. Quintal to accept the agenda as read. Ms. Malcolm duly seconded the motion. Vote taken – all in favor. Motion carried.

New Business:

1. **ER Bedford, LLC c/o Encore Retail, LLC (Applicant & Owner)** - Request for Site Plan Approval for a mixed-use development at the Market and Main site, with 24,178 SF existing and 174,000 SF of additional development, including retail, restaurant, office and hotel uses, located at 125 South River Road, Lots 12-33, 12-33-1 & 12-33-2, Zoned PZ.

Bob Duval of TF Moran stated we have tonight the revised proposal for Market & Main to finish out Phase 2, retail, restaurant and Phase 3, which would be the office, and Phase 4, which would be the hotel. Present tonight is Mike Nelson of Encore Retail, LLC head of retail development, Andrew Keating, Chad Leahy and Andrew Enright of architectural firm Stack & Co., as shown on the posted title slide, Tom Burns of TF Moran, Ted Chryssicas the leasing agent for the property.

Mike Nelson stated what we showed you the last time really hasn't changed much from that. In fact, I think we have just honed in a little more with some more detail. The layout remains pretty much the same. As far as the plan is concerned, we really wanted to focus on that everybody kind of loves that green space, we have added some more green space, which I think we showed you before and the walkability of the center and just making it fluid and open, and trying to open up the glass and open up the spaces and add features that would make it very attractive and very welcoming.

Mr. Nelson stated I think it was Mr. Fairman that asked about solar, and truthfully I didn't ask them but one of the tenants that wants to be our large anchor, came back and asked if it would be okay if they added solar. If we get that tenant, that will be a feature of this. They are doing two things; they are adding solar and they are going to use skylight harvesting, which is pretty fundamental, about as green as you can get. We are pretty excited about that.

Mr. Nelson stated one of the things about this meeting is that one of the tenants, our anchor, is under a deadline to kind of get this thing started. A deadline doesn't mean that is next week or the next few months, that means we are under a little bit of pressure to deliver this retail portion by December of 2022 so that they can open in April of 2023. It seems like a lot of time, but that is not a lot of time, considering how long it takes to get everything done.

Mr. Nelson stated one thing that we hope to do at this meeting is to try to kind of get through any major questions you have so we can get this thing approved so I can get final plans done and we can get these guys signed. We have some really good tenants, but since this project has taken a while, we won't get them committed until we are actually approved at this point. We are fortunate that some of these guys have hung in here this long, we have some existing tenants that have been very gracious and hung in here a long time but we are kind of down to the wire.

Mr. Nelson stated why I love this project; it seems like it has come together very, very well. It has a lot of great prospects that hopefully we can land here and we are a pretty fluid structure. That is all that I have. We have the architects here tonight to kind of explain some of the detail. We are hoping to get some approvals fairly quickly if we can at this one as soon as possible. For Mr. Chryssicas and I we have a large convention December 6th – 8th where all of the retail tenants come together. We didn't have one last year but it is our opportunity to kind of sell this project to everybody, so if we can go to that meeting in December with this project approved, it means that we can snap all of the rest of the tenants in place fairly quickly from that point with an approved project. That is kind of our deadline for that. I think in the next month hopefully we can get this thing all done and that is the plan. It would help us out a lot if we could really use this meeting, hopefully it doesn't take a lot more but if it does, if we could do it fairly quickly, it would just help us a tremendous amount.

Mr. Duval stated the order of events here tonight is that I am going to go very briefly through the site plan changes from the original approval of 2016 to what is being proposed now. Then we will introduce the architect to give a presentation on the architectural that you see here from this aerial view. Then finally we will go through the waivers, many of which are the same waivers that were granted originally with the original approval with some minor modifications, and in almost every case, perhaps in every case, the relief that we are seeking to the extent that is different at all, is a little bit less relief than was required the first time around.

Mr. Duval stated what is posted on the screen is a drawing of what was approved in 2016. I am not going to go through this in great detail other than to just impress the road layout, Upjohn Street coming around through the back and connecting to the back of the Wayfarer site, Main Street coming off from South River Road and the ramp through the center of the site, Market Street heading over to the front of the Whole Foods plaza, and Buildings C, A, B, existing Carrabba's, D, F, H which is an office building, and J the hotel. Posted now is the current proposed site plan and you can see basically that it is very similar. The infrastructure in terms of roadways, Upjohn Street, Main Street, Market Street, even the parking layouts, are the same. Building A is Trader Joe's, existing Carrabba's, Friendly Toast existing, Whole Foods existing, Building C, the L-shaped building. Notice one change feature here is that the Building C façade has been pulled back from the street line to provide more of a public space and then a pedestrian connection to the parking field. The parking field itself is no longer a 5-level garage but a surface parking lot. Each of the buildings of the retail/restaurant buildings is 1-story with some 2-story pop-ups in the corners. The office in the back is 30,000 square feet, the hotel is 125 rooms where 120 rooms was originally proposed, same footprint, same parking field. You will notice this barn feature here in the back, which is really intended to be another public gathering space similar to the green space next to The Friendly Toast but it is an all-weather gathering space and the architects will go into more detail in their presentation. But basically between the two plans, you can see that essentially from the air it looks the same. After we go through the architecture we will actually go into detail with the waivers and that may answer any questions that you may have about the exact differences between the two plans.

Mr. Duval stated posted now is a snapshot of the differences in the two programs. Retail 98,000 square feet, current retail 69,000 square feet, a reduction of about 30,000 square feet. The market is Trader Joe's, existing, no change, the parking deck, restaurants 35,000 – 36,000 square feet to 32,000 – 33,000 square feet. Of course we have two restaurants existing, which is The Friendly Toast and Carrabba's. The office was originally 98,000 square feet, the proposed office at this point is 30,000 square feet, and we are calling that a future Phase 3, which would happen after the retail/restaurant part is built in part to let the tenant negotiations mature and better define that need. The hotel of 120 rooms, currently envision 125 rooms and that is also needing some additional development and that would be a Phase 4 to follow shortly after Phase 3. There is no cinema, of course, that is perhaps the biggest single change and that is why essentially that 5-level parking structure is no longer needed, with these other reductions we can do it all with surface parking. And as a result, we have more pedestrian space, more public space, less impervious cover, it has gone down 84 percent to just below 80 percent, and as I am sure this Board is well aware, on this kind of intensively developed site, 5 percent reduction is a substantial reduction in impervious cover. And it is put to good use, which the architects can explain how that additional space is being used to foster the pedestrian connectivity between the entire site and the adjacent site and more public space within the site itself. The existing uses here on the left, the proposed uses are separated at 69,000 square feet of retail, another 22,000 square feet of restaurant, including or not

including, in addition 3,500 square feet of outdoor seating, the 30,000 square foot office, and 125 room hotel. I will turn it over to Andrew Keating to go through the architecture.

Andrew Keating, Principal in charge for the architectural firm of Stack & Co., stated I want to thank everyone for their time. We are thrilled to be working on the project and we have been working hard on it and excited to have the opportunity to discuss the architectural elements with you tonight.

Mr. Keating stated we just wanted to start off by saying there is a little bit of a progression that has happened with the design of these types of retail and mixed-use centers over the last 5 to 10 years that is essentially a kind of shift from these types of projects being very, very utilitarian, you sort of slip in and out to do your shopping, your necessary evils, whatever you have to do, and then kind of go on with your day. And there is sort of a shift that is happening where these types of centers have the potential to be something that really adds some appeal, some interest and some value in and of themselves. I would just say that as we look at the project, aside from meeting the needs of the Board and meeting the needs of our clients and tenants who will come in, I would say that is the main thing we have in mind from a big picture perspective is how can we create something or work on something with you all that is actually an appealing addition to the town rather than a sort of utilitarian element.

Mr. Keating stated I want to speak at first mostly about the interventions that we have made on the site itself. Here you see the overview of the project site; Mr. Duval mentioned obviously this existing The Friendly Toast green space is preserved in the new design. This area to the east of The Friendly Toast, which is Building C2, we have pulled this back from the corner, we have created another space there, and I will show this in more detail on the plan, but that is sort of an extension of this The Friendly Toast green space. We know about The Friendly Toast space, but just to go over some of these other features that make this site more walkable, more pedestrian friendly, and more at kind of a scale that is kind of an appealing place to be etc. We have pulled this building back here at C2 from the corner; there is a green space here that is sort of an extension of that The Friendly Toast green space. Here this sort of cut-through that happens east/west and connects to this parking area, this is a new element that we have introduced from the last design. You may recall that this parking garage, this large Building C block, so part of our thinking as we think about customers and users of the site parking in this area is that we can create these nice avenues of circulation that cut through the building here and then the other one is this large avenue that goes north/south down through, across Main Street, and ultimately leads to the hotel that would be created in a future phase. So those are some of those elements. The barn is the other one that Mr. Duval mentioned and we will show some detailed graphics and drawings of that. For a while as we worked on the project, there was a sort of question of okay, we have Main Street, what is at the end of Main Street, and I think that we ended up with a pretty good an appropriate solution to that which is this kind of public gather space, it is not a space that in and of itself has a program that would, for example, draw additional users to this site, but it is as Mr. Duval said, a covered, multi-season kind of outdoor space, we do have some public rest rooms potentially planned in that area, so cut-throughs, additional green space, and then lastly we are very interested in the history of the site and the interventions that have already been made on the site. The Wayfarer Inn, obviously on the adjacent site, and then particularly the Goffes Falls Mill and the associated pond, so as we began to work on this we began to think about could we connect the two sites and this feature that you see running north/south in this area of the plan, is a kind of landscape and circulation feature that would potentially allow pedestrians to access the Goff's Falls Mill and

access those amenities on the adjacent site. That is kind of from the view of the site plan, some of those pedestrian interventions.

Mr. Keating stated I will show a few images of those. Posted now you are looking south through that cut-through and towards what would potentially be the hotel, Building J. There is kind of a nice thing that happens with some of these, as we are creating these pedestrian boulevards, again, that same question comes up with Main Street, so where are we going as pedestrians when we walk on these pathways, and our thought is that in many cases you see these areas will terminate something like the hotel. So as you look down here, you see that the future hotel is in that area. Similarly, here we are looking east and we have this connector is that basically these guys are coming from The Friendly Toast green, they are coming to this public space here and then this is the cut-through that leads to the parking area and to ultimately visually the future office building would be something that would be visible, again, in a similar way to how the hotel is visible there. Again, this is just this idea what is at the end of Main Street, why don't we create this interesting barn-like public space feature and we have some preliminary ideas about signage as it relates to that building, that we are not seeking approval for tonight or seeking a signage waiver, but I would love to get the Board's feedback on those so I will discuss those briefly. Posted now is this additional sort of extension of The Friendly Toast green space. Here we have this cut-through, this is this extra green and public space and I know we want to talk about architecture itself, but these are some of the really key considerations as we are thinking about kind of place-making and creating an appealing pedestrian-friendly project.

Mr. Keating stated posted now is the barn. We are using that loosely but there is an idea that we have sort of an open barn-like feature here that anchors Main Street and there is a sort of masonry structure inside that houses the bathrooms and then we are looking at having sort of signage on both sides of this. On the side that is shown, as you look down Main Street, there would be the Market & Main emblem and then on the other side there are some preliminary ideas about signage from I-293, and again, we are not seeking approval for those tonight. We have an idea about a fire bowl, potentially some sort of a bandstand, I think those ideas are not necessarily critical to the proposal but those are the types of activities, not concert, but if you had a Blue Grass band or whatever it might be.

Mr. Keating stated now we are looking northeast at the north side of Main Street, and just to speak a little bit about the scale of this new version of the project. What one would have seen in this exact view in the previous submission was essentially the cinema and a kind of large multi-story, very vertical, flat roofed structure, kind of imposing on Main Street, and what we are looking at here is taking these more familiar kind of village, regional kind of forms, there are gable roofs, there are materials, we are proposing either dipped cedar shingles or a kind of synthetic equivalent of the same and between the kind of forms in the kind of retail architecture we call this an end cap, as you may all be familiar, so some of these end caps are kind of created in this more familiar, more contextual, more local materials, local shapes, and that guides the way we are treating some of these elements of the project.

Mr. Keating stated now we are looking back to the southwest. The only area of the project that has a second level between occupiable second level and also outdoor second level space, is here on the second level of Building D. Essentially we have interest from a food and beverage tenant that would occupy this area here and their operation would have an indoor component and then have an outdoor component that is sort of visible on the Main Street scape and then kind of spills

out onto an outdoor patio on the second floor. There is a little bit of other use of the second floor with another tenant and I will show in a moment. Here we are looking across at the south side of Main Street and we have these sort of gable forms, these kind of more familiar, rather than this big battleship of a kind of movie theater, which obviously was previously on the north side.

Mr. Keating stated generally just to describe how the tenant design and the overall design organization works, we have these sort of more major tenants in these end caps, which is typical of sort of retail centers. So this area, this area and then some of our smaller tenant spaces are located here as you can see in the middle, there tends to be sort of a frame or a fixed element that we have designed as part of the project and then likely the tenants themselves would have a fair amount of input into what went inside at their actual storefronts. That is not actually dissimilar in some case, I think as Mr. Nelson said when he was here previously, in a few different cases around this project, particularly with the types of national tenants that are coming into a center like this, the tenants will ultimately, we need to somehow work with you all and Mr. Nelson and also the tenants to give them what they are looking for, so the tenants will have some customization over some of these areas. Ultimately it is something that they expect.

Mr. Keating stated this next view is kind of our preliminary idea about how the signage might work from the kind of I-293 side of the barn. There is the potential for another Market & Main emblem there, and then we imagine sort of tenant-specific signs mounted on this side, so it is sort of a different way of, pending a waiver approval and so forth, a different way of signing this project than if we just put a pedestal sign, sort of integrating the signage with the architecture. I am sure there are questions and thoughts on that and we would love to get input on that.

Mr. Keating stated looking quickly at elevations. This is the north side of Main Street with these sort of end caps that then these smaller tenant spaces in between. Next is the south side of Main Street. Here we are looking at the south side where you are basically looking north from Upjohn Street. In some cases, here there are some potential tenants that are if not engaged for the project, they are likely enough that we are looking at the typical architectural language that these tenants use and we are beginning to design the project around those. I don't think we are talking about specific tenants here tonight.

Mr. Fairman stated this shows Building D being two buildings. Is there an open space between there? Mr. Keating replied this is actually 2nd story space, so this is actually all one building. Mr. Fairman stated I was wondering if it was. That makes that part of Building D a full two stories. Mr. Keating responded shown here is Building D kind of in the key plan. Essentially all of this area where my mouse is, is all 1-story here, these elements are 2-story elements so this is the area that I think you are looking at. Mr. Fairman stated I was wondering if it was. I wasn't sure. Mr. Keating stated this is planned to be food and beverage with some outdoor seating space on the second floor, here the proposal is that we have a furniture retailer that retails some outdoor furniture and that they would use this second story space as the kind of nice with outdoor furniture, so those are really the two 2nd story uses that exist on the project.

Mr. Keating stated here at what we are calling mountain house in this proposal, this, again, there is a very likely but not confirmed national outdoor retailer that is proposed for this space. They are one of the tenants that Mr. Nelson and Mr. Chryssicas would say were sort of down to the wire on getting their sort of getting them comfortable with the timeline of the project. This particular design that we show here is one of many expressions of their brand that they have done in many

different locations around the country. In a way this particular building as we show it here was just sort of a reference of one of their designs that they have done previously. Their kind of catalog of how they do their buildings includes this kind of thing, it includes stained-grade timbers and more kind of traditional elements, so in some ways we have drawn here is a good an interesting compliment to other things happening at the project, but as far as this being kind of a firm proposal for this building, it is more of an example of what this tenant does and what they have done in the past. Obviously we are very open and fluid, as Mr. Nelson said, to getting input from the Board on that.

Mr. Keating stated this drawing is looking east down Main Street, we have the barn here, the 2-story food and beverage area, and you see that the barn kind of draws you down and provides that anchor. Lastly, these two elevations here are actually on either side of the cut-through. As this cut-through goes north from Main Street to the parking area, these are both looking east, the west elevations of these two buildings, so some of the tenants will not front onto those cut areas but in some cases where this might be food and beverage, it would have some fenestration into those alleyways but sort of pedestrian access areas. I will now turn it back over to Mr. Duval.

Mr. Duval stated I am going to briefly go through the main site features and then we will be taking a look at the waivers that we will be requesting from this Board and helpfully the Board will be able to act on those waivers at this meeting.

Mr. Duval stated we have gone through the square footages and the layout of the site. The parking provided on the site was originally about 1,200 spaces with making use of the large central garage. The current parking, other than the Trader Joe's garage, is surface parking only is a total of 792 spaces provided on the site and 775 space required using the Urban Land Institute Shared Parking Methodology that has been previously approved for this project in its earlier incarnation.

Mr. Duval stated the drainage is essentially using all of the infrastructure that was constructed in 2017 and 2018. The infrastructure was sized for a project that was 84 percent impervious and all of the infrastructure is in place, and the only changes that this site plan occasions, are just a slight relocation of catch basins and manholes from where they were located next to an island, the island has moved and we have moved them to the new island. As a result, the drainage infrastructure is slightly oversized with 80 percent impervious. The overall system is less stressed, has more reserve capacity and we also checked every individual subdivide-catchment going to every one of the structures to make sure that no part of this system is locally undersized and that is the case. So the existing drainage infrastructure, as well as sewer and water infrastructure and electrical infrastructure, are all sized for a slightly larger develop, and as a result, no additional changes have to be made other than obviously with these new buildings, new floor plans, the service entrances will be located in different places, but that should be the extent of the infrastructure construction required for this development.

Mr. Duval stated with traffic we just received some comments last week from VHB in their review. Ms. Hebert, Ms. Bousa and I met last Friday to go over those comments, and we are working on the responses to Ms. Bousa's comments. We are going to meet this Friday to go over our responses and hopefully wrap things up in short order after that and come back to this Board will a report that has been reviewed and approved by VHB.

Mr. Duval stated the next thing I would like to do is go through the waivers. I noticed in Ms. Hebert's staff report she is focused on new waivers. We will start with the new waivers.

1. *Article 275-62(A) (Table 3) of the Zoning Ordinance, to allow approximately 79.9% impervious coverage where 75% impervious coverage is permitted.*

Mr. Duval stated originally 84 percent was approved by this Board in 2016, and currently we are showing a 4 percent reduction in impervious cover, so the new waiver would be 79.9 percent where 75 is permitted.

2. *Article 275-62(A) (Table 3) of the Zoning Ordinance, to allow a front setback of 26 feet from Upjohn Street for Building D, where 52 feet is required.*

Mr. Duval stated this particular waiver is required for Building D. I will post the overall plan and indicate where this is happening. This waiver really happens at this corner of Upjohn Street. This is the limit of the public way so that this is the portion of the building that intrudes into the front setback of Upjohn Street. Originally the building was 40 feet tall, and it is a 2:1 ratio with a maximum of 60 feet, so originally we were required to have relief from 60 feet, whereas now the building is 2-story, but substantially shorter than it was originally. It is a 26-foot building height where a 52-foot setback would be required, but we are providing 26 feet of setback in that location. It is less relief required than before, otherwise the same geometry of the street and the building.

Mr. Fairman stated while we are on that corner, the staff report makes a comment about the Town's snow truck to turn around. Can you show us where that might be in this corner at the end of Upjohn Street? Mr. Duval responded the public truck would be plowing the public part of Upjohn Street and then would enter the site and then basically make a hammerhead turnaround to exit the site. We have talked about this with Public Works Director Jeff Foote to make sure he is comfortable with that move and he expressed that he was. Furthermore, we also talked about as a practical matter, that even though this is a public street, that Market & Main would be willing to plow it if they get there first, if the plow on its route is plowing somewhere else and Market & Main is plowing its site, they would plow Upjohn Street because they are there and obviously they want their customers to get in and have access to the site. Mr. Fairman stated you talked to Mr. Foote and that was the thing I was waiting to hear. Thank you.

3. *Article 275-62(A) (Table 3) of the Zoning Ordinance, to allow a rear setback of 19.5 feet for Building J (hotel) where 55 feet is required.*

Mr. Duval stated this waiver stays the same. There is no change. That is in the corner as shown on the I-293 off-ramp. We are showing the same footprint of the hotel and the same setback.

4. *Article 275-63(2 & 3), Street Tree and Front Landscape Strips, to permit a street tree landscape strip and front landscape strip that is narrower than what would be required (30') and to plant fewer trees than what is required.*

Mr. Duval stated there is no change in this waiver from the prior approval.

5. *Article 275-63(E)(4&5), Side and Rear Landscape Strips and Exterior Pavement Landscape Strips, to permit narrower side, rear, and exterior pavement landscape strips and to allow for the planting of trees in the side landscape strip that are less than half the building height. The required trees adjacent to buildings H & J would need to be 27.5 feet.*

Mr. Duval stated also, street tree landscape strip and front strip previously granted to allow 3.5 feet, that was along this section where the original parking garage was and this here where the parking garage was constructed by Trader Joe's. No additional or change of waiver required there.

6. *Article 275-63(E)(6)(2), Interior Pavement Landscape Strips, to allow two 10-foot wide landscape strips behind building C, rather than one 15-foot wide interior landscape strip. The 15-foot wide landscape strip is required for every 180 feet of parking area. This area was formerly the location of the proposed parking garage.*

Mr. Duval stated and this was previously granted to allow two 10-foot strips where one 15-foot strip is required, and that was here in the front parking lot in front of Building C1 tenant and also in the rear here between the hotel and the office building facing the off-ramp.

7. *Article 275-69 of the Zoning Ordinance, to allow light trespass in excess of 0.1-foot candles in a few locations along the perimeter of the site.*

Mr. Duval stated where that happens is on the Whole Foods side where it is really shared illumination with the immediately abutting site. Likewise, along the southbound off-ramp where it is really illuminating the drainage ditch between the off-ramp and the project, and I believe there might be some that spills into Upjohn Street from existing Carrabba's lighting.

Mr. Duval stated those are the waivers that we are seeking tonight. Again, I would just like to explain that if it is possible, if the Board could act on those waivers tonight, that would be helpful in showing momentum and helping the development team to secure its tenants and move this project forward in a quick timeframe, and it would be much appreciated. We all here are eager to hear your questions and answer the questions about this project.

Chairman McMahan stated did you discuss the waivers from the Land Development Control Regulations? Ms. Hebert stated we talked about waivers that were needed in regards to the existing conditions information and they are outlined in the staff report.

8. *Section 317.1.10 of the Land Development Control Regulations, to not provide the existing topographical information on the Existing Conditions Plan.*
9. *Section 317.1.11 of the Land Development Control Regulations, to not provide the USDS SCS soils to be shown on the Existing Conditions Plan.*

Mr. Duval stated in the site plan that we submitted to the Board, the middle of the site when the as-builts were done for Phase 1, the middle of the site was under construction, so it really didn't make sense to do detailed topography in the middle of the site because it was changing almost daily. What we did is we have full as-built topography on the Phase 1 portion and on the construction portion of the pavement, but in this middle infield as shown, we are just using the preexisting contours, which since the Macy's site was relatively flat and approximately the same

elevation is not that much different from the existing conditions that are out there today. So those existing contours are shown on the site plans, and of course, Phase 1 shows actual as-built conditions and all of the utility infrastructure in Phase 2 is existing as-built conditions and that is why we are seeking that waiver.

Chairman McMahan for any comments or questions from the Board.

Ms. Malcolm stated I would like to thank you very much for coming back with a proposal that has a relatively human scale compared to some of the earlier proposals, which I felt did not. I like this a lot. I like your barn down there (Building K) but I was a little confused where on Page 23 we have green space on one side of the barn. The barn also showed up I think on Pages 8 and 16 and there was no green space. Can you clarify whether there is green space around this? Is it possible to put green space on both sides? Mr. Keating responded absolutely. The question makes perfect sense. In general, we are working with TF Moran on the landscaping as well. So there is kind of a good team that is sort of integrated together. It is nice to have civil and landscaping and everyone together. This plan that is prepared by civil is more accurate and more representative of what we are proposing than this sort of what we call the renderings, which are the sort of graphic representations of the project. If you are looking at the package, here we show green space, there is an image of the barn that doesn't show it, this works here that is the engineered civil work would be the technical proposal.

Mr. Keating stated as far as whether we could locate green space on both sides of the barn, I think that it is not infeasible that we could. We have to deal with the centerline of Main Street a little bit so one thought is can we shift, we certainly don't want to cheat the building off center, but I don't think it is impossible that more green space could occur in that area.

Mr. Fairman stated I have something I want to comment on the barn. I like it very much. We needed something at the end of Main Street and I had a couple of ideas but I like this one. One of the things I am hearing around town is disappointment in the new structure is that there is no entertainment venue. This is a little bit of that. But I wonder if you could look to the south side of it where Ms. Malcolm is talking about having some green and make a park similar to what is by The Friendly Toast, with one caveat, that it be made such that in the winter it could be flooded and made into an ice skating rink. I think that that would be a great thing. You could see people skating around from the highway. There are a lot of ponds around town that people ice skate on, there is a lot of ice skating in Bedford, and I think to have an ice skating rink next to the barn would add a tremendous amount. I leave it to your architectural experts how to make a park there and make an ice skating rink. I think it is doable, and I think it would add a lot. Mr. Keating responded I agree, and I would just offer that it has been done before. Mr. Fairman stated I know you would have parking that you would have to eliminate and that comes into issues too, but take a look and see what you could do with a skating rink around that thing someplace. Mr. Keating stated it has been done before, it is not unheard of in a retail center. I certainly agree. Mr. Fairman stated I think it would be a good addition down there to do that. Thank you.

Ms. Malcolm stated on the back of Building C you have a place where people throw their garbage bins or dumpsters or whatever, where do you have dumpsters for the other buildings. Mr. Keating responded if we start from the south side of the plan on the right. Here there is a dumpster location associated with the future hotel, shown here is a dumpster location associated with Building F, and here at Building C we have this dumpster location. At Building D there is an internalized trash

room that is proposed for these smaller tenant spaces. With some of them, the flow of refuse would be through this sort of corridor that you see there and to a trash room that is internal to the building. So, in that case, there is some internal provision for it, and some of these smaller locations don't have a dedicated dumpster but they have either internal trash facilities or they would share a dumpster facility. At Building C also, the core facilities include mechanical room and then a trash room in those buildings.

Vice Chairman Duschatko asked are you proposing to combine restaurant food waste with all of the other waste internally? Mr. Keating replied not necessarily, but as far as shared internal facility for the trash sorting, we may have that. Something else we see in food and beverage projects is occasionally we have refrigerated trash room scenario, so the large food and beverage operation might have a trash facility that is actually in their lease space and sometimes that is even refrigerated. No, I wouldn't propose that be combined. To be a simpler response, in Building D, for example, there are some internal provisions for trash disposal and no, they would not be combined to my knowledge. Mr. Duval stated you can see the issue we have here from a site perspective is that some of these buildings just don't have a back; they are fronted on all four sides. We have to take extraordinary measures to take care of that. Mr. Keating stated if we take the larger structures, starting with Building D; at the south side of Building D is essentially a common loading area for that building. There is internal circulation that is sort of shown on this plan posted. Vice Chairman Duschatko asked is the line next to the D indicate a corridor? Mr. Keating replied yes it does. In our submission are some detailed hardline plans for the building. I would say that the internal core facilities of all of the trash rooms, all of everything, is sort of in the process as we have finished schematic design, but, yes, on this plan that does indicate a corridor. With Building D, we load from a shared loading area as shown, Building C loads off from where indicated, and where we show no parking zones, we have loading spaces for each building. Building G would be here, Building D is here, shared facility, Building C there is space for loading to occur here. Some of these smaller tenant spaces you can imagine a purveyor where simple deliveries are coming in through the front door in some cases. Vice Chairman Duschatko asked isn't that the restaurant? Mr. Keating responded as shown is a proposed restaurant space. Vice Chairman Duschatko asked but isn't Building F a proposed restaurant as well? Mr. Keating replied yes. Vice Chairman Duschatko stated I don't see any access to that. Mr. Keating responded here with the dumpster and kind of dedicated laneway here would be a loading area for Building F. You are absolutely correct, Building F is a proposed food and beverage space, this northwest corner of Building D is a proposed food and beverage space that would load in from here. Chairman McMahan stated I assume you have no problems with adhering to the requirement for enclosures for the dumpsters. Mr. Keating responded correct.

Mr. Fairman stated with regard to the unnamed street between Whole Foods and Building C, I would suggest that you name that street. You have names on all of the other streets, why don't you come up with a name for that street. I also wonder why that isn't a 1-way street coming out and then that way I think traffic flow would be better. You would have one street that is 2-way, Upjohn Street, one street 1-way coming in, Main Street, and a 1-way street coming out which is this unnamed street. You do show on your route for delivery trucks a truck coming around down Market Street and down that way, I can't imagine that you really want delivery trucks going that way. I would think all of your delivery trucks would be coming in Upjohn Street and not flowing around down Market Street. I am not a traffic expert but I would think your traffic flow might be better if that street was 1-way coming out to balance the other streets a little better. Just a thought. Mr. Duval responded the issue we have with that unnamed street, which we have just been calling

the north access aisle, is that it is protected by an easement that is in favor of both the Goffes Mill plaza and even the Bedford Mall. All three properties, this property when it was originally Jordan Marsh, plus the Wayfarer, plus the Bedford Mall, had this easement that came from the Bedford Mall, came down across the brook and then came in at approximately the same location through Jordan Marsh, down to Market Street and out the front. All three properties share this access easement with the other two properties. Mr. Fairman asked isn't that also true of Upjohn Street? Mr. Duval replied no; there is an easement on Upjohn Street but that is a sewer easement for part of it. The access easement that I am talking about is described by deed in this location and unless all three parties were to agree, we couldn't restrict it. Mr. Fairman stated I don't see that that easement is productive for anybody particularly, but at any rate, that was just one thought.

Mr. Fairman stated I am a little concerned in the barn area and I know you want the back side of that open for visibility, but highway noise for anything in that barn is going to be a problem. I don't know what you can do, whether that stone area could be a little larger to give you more protection or maybe something out there, maybe not stone, to keep the noise down.

Mr. Fairman stated the large building, somewhat of a market building that you called it, your plans showed the east and north sides I think you have murals planned for and in the drawing they look kind of brickish, by on the more prominent east side particularly and south side you show this big black structure. Bedford is a brick town, we made bricks back in the colonial days and a lot of brick homes close to the market, the mills in Manchester, so it would certainly look better if it was a brick front. I understand you have tenants you have to worry about. Also, I think if you are going to do murals that that is the side that ought to have a mural, and I would suggest one of two thoughts on murals. There are some very nice pictures of the mill yard that could be put up there and also we have an artist in town, Jean Tolman, that drew some very nice pictures of Bedford and Yesterday, not colonial but back in the 50's timeframe, and you might want to have somebody look at those and copy those, but I think that black area can be improved with either brick and/or murals on both the east and south sides. I really like your overall design, I am not turned off by its modernistic in this part of town I think it is fine, it was decided a long time ago that this part of Bedford was not going to look like Bedford when Jordan Marsh was put in, so I think it is fine, I think it is a nice design, it looks good.

Chairman McMahan stated if we could go back to the inferences on the trucks and where they go. When you come back again, would it be possible for you to be able to chart out where trucks are going to enter, where they are going to leave, what time of the day they are going to do that based on the size of the trucks. On Main Street there is plenty of parking for a small vehicle to go in there and offload, but I think you are probably going to have some larger trucks and what I am really talking about is the flow of all of the traffic in there. I think we have all been to places where we have been very disappointed with a large truck that has blocked access. You guys are good at being able to feel all of that out and the times and all of that. Delivery times, rotation, and how does that figure into the flow and does that in fact impact the number of parking spots less or more, to just give us a better idea of what we are looking at if that is okay.

John Nelson stated just to follow-up on your comment. That would be my main concern the timing and the parking of the large semi-trucks. Currently the space next to The Friendly Toast it seems like it is impeded upon when there is a truck parked at Trader Joe's and there is traffic trying to get around it. You see the cars getting very, very close to the folks that are using that free space, so you see people watching very closely over their children to make sure that nobody is walking or

running just because of the congestion point that occurs right there when a truck parks there. Just to amplify that, is a concern only because to me it takes away from that feeling of what you are trying to engender, which is to be able to walk around and have a free space and feel comfortable, you have to be very careful when that semi is there and people are trying to work their way around it. Mr. Nelson stated the one thing we do in the leases, Trader Joe's specifically and something we can enforce. We do know what Whole Foods delivery schedule is, but for Trader Joe's, The Friendly Toast, and the other tenants in our development we do designate in the leases delivery times, so we are well aware of what a truck can do to cause congestion to the whole facility. So we do have requirement that those deliveries have to be a certain time in the morning. In fact, after we close, for the most part or before we open, for the most part. And we haven't had to enforce it because there is not a lot of traffic because more than half of the development is not complete. We do that in leases, not just with this development, all developments that we do, we do that for that same reason so that we don't have that kind of congestion or people unloading trucks when children are around and those kinds of things. Mr. Duval stated the original approval included a provision that we would direct trucks to be entering via Upjohn Street rather than Main Street, so there would be signage and an education process on the part of the tenants to have their deliveries use Upjohn Street.

Mr. Nichols stated I would echo what Ms. Malcolm was saying about trying to surround the barn with green and more soft. I love the way it is but it would be better if there could be more green. I also love the path to Goffes Mill, I think that is a neat little connecting feature. I just wanted to ask and it was in the staff comments about snow removal and snow storage and see what the plan was for that. Mr. Duval responded snow storage for all but the smallest storms is limited onsite, and any significant snowstorm is going to require that snow be staged in areas where parking is more remote and will be hauled offsite. There is just no other way to manage this site. If I could speak at the same time to the question about green space to the right of the barn. That aisle that passes to the south of the barn is part of an accessway for Public Works to maintain its sewer interceptor that runs behind the development and that has to be preserved access at both ends actually, here on this side and here on the other side for a truck to come in and come out. Vice Chairman Duschatko asked could you move that tree and move the access? Mr. Duval responded that is where the access is. I am sure we can find a better place for that tree. Vice Chairman Duschatko asked could you move the access there? Mr. Duval responded that is where the access is actually. Mr. Fairman stated but your entrance from the parking lot could be moved south so you had more space next to the barn. Mr. Duval responded we do have an excess of 10 or 15 excess parking spaces right now, we hate to give them up if we don't need to until the tenants are better identified, but I am sure we could give up at least one space there to provide a wider green space along that side. Mr. Fairman stated you would probably need more than that to do an ice skating rink. Take a look at it and see, and maybe do some other things when you build the hotel. Mr. Nelson stated we also have that in the plans. The green space that we are designing across the street from The Friendly Toast that is also an area where we could do those skating rinks. They are not that large and that new area is something that could be used for something like that. We actually proposed it originally for The Friendly Toast space but that space has been used winter and summer, so we decided not to do anything like that there, but we could in this new excess space.

Vice Chairman Duschatko stated the pedestrian cut-thrus and passageways, have you given any consideration to increase wind flow through there. Mr. Keating stated we haven't had technical study on those features, so we have certainly given some consideration to prevailing winds and so

forth, but we don't have technical data to present to the Board. Vice Chairman Duschatko stated I realize that the buildings are very tall but we know that these can be very bad. Mr. Keating responded yes, they are all generally 1-story buildings adjacent, but we don't have any additional information on that. Vice Chairman Duschatko stated if you could take a look at that.

Mr. Fairman stated I continue to be very concerned about the Main Street behind The Friendly Toast. I have seen cars go up there and then continue up the wrong side of the divider at the beginning leaving Carrabba's specifically, they come around and go up the wrong way. There are signs and markings and then what makes it worse once they get up beside Trader Joe's, they go on the wrong side of the barrier toward the light. I don't know that there is anything you can do, but it is a problem and it is going to continue to be a problem with the traffic in that area. If there is anything in terms of signage and markings, something, anything you can think of to improve that situation, I think it is worth thinking about. It is a problem and it going to get worse not better. Mr. Duval responded that has been a problem that surprises me too is the number of people that don't understand that that is 1-way inbound. I think it has to do with the fact that there is a fence tight up against that part of the site, so the slight offset in the street here seems more pronounced because there is a fence right there. I think that has something to do with it, because the signage is there with the 'Do Not Enter' and 'No Left Turn' and 'One Way'. I am thinking when this is more developed and there is more room, especially on this side of the street and this side of the street, I think it will be more intuitive that this is the thru-way and it is not a left turn lane into Main Street. Mr. Fairman stated it just naturally flows to come around and come out. Mr. Duval stated the reason this radius is so soft is for fire access around the building. I guess to your point, yes, I think we can come up with some more creative solutions to better channelize traffic there and make sure that doesn't happen. Ms. Hebert asked could you look at the 2016 plan because I think it had a slightly different alignment. It might just be what you need. It wasn't quite as soft a curve. Mr. Duval stated it did have this dividing thing, which helps, so maybe we can revisit that and see if that would help.

Chairman McMahan stated Mr. Keating, I know you are going to come back with more information on the architecture; one of the things that stood out for some of us is the comment of a painted cement brick. If you could show us what that looks like as well as everything else. Mr. Keating responded we are actually on the east side of Building C. That would be like concrete masonry units that received a paint finish. Mr. Duval said that none of these buildings have a backside, to the degree that there is a back side, that sort of east side of Building C we have sort of somewhat treated that with a less expensive material, something like concrete masonry units, painted and then the mural applied. As far as just clarifying what that is in the proposal, that is what is proposed there. It is not a particular driver of the project that that be, in other words, it is not highly calibrated that the project only works if there are concrete masonry units there, I know that the client would be open to other materials.

Chairman McMahan opened the public hearing on this application. There were none. The public hearing was closed.

Chairman McMahan stated some of the Board members were not here at the original waivers were done, so it is suggested that we take those waivers individually and then when we get to the Land Development Control Regulations, we can combine those two as one motion.

Chairman McMahan stated before we start voting, an omnibus statement is assumed in each one of them that refers to the Bedford Planning Board on November 8, 2021 in reference to the Encore Retail, LLC proposal.

1. **MOTION by Ms. Malcolm that the Planning Board approve the waiver to Article 275-62(A) (Table 3) of the Zoning Ordinance, to allow approximately 79.9% impervious coverage where 75% impervious coverage is permitted. Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.**
2. **MOTION by Ms. Malcolm that the Planning Board approve the waiver to Article 275-62(A) (Table 3) of the Zoning Ordinance, to allow a front setback of 26 feet from Upjohn Street for Building D, where 52 feet is required. Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.**
3. **MOTION by Ms. Malcolm that the Planning Board approve the waiver to Article 275-62(A) (Table 3) of the Zoning Ordinance, to allow a rear setback of 19.5 feet for Building J (hotel) where 55 feet is required. Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.**
4. **MOTION by Ms. Malcolm that the Planning Board approve the waiver to Article 275-63(2 & 3), Street Tree and Front Landscape Strips, to permit a street tree landscape strip and front landscape strip that is narrower than what would be required (30') and to plant fewer trees than what is required. Mr. Fairman duly seconded the motion.**

Mr. Sullivan asked do we need to add any commentary per the staff memo to have dead or diseased trees from Upjohn Street be replaced, or is that implied?

Ms. Malcolm and Mr. Fairman approved the amendment to the motion to add “and any dead or diseased trees on Upjohn Street be replaced.” Vote taken on the motion as amended – all in favor. Motion carried.

5. **MOTION by Ms. Malcolm that the Planning Board approve the waiver to Article 275-63(E)(4&5), Side and Rear Landscape Strips and Exterior Pavement Landscape Strips, to permit narrower side, rear, and exterior pavement landscape strips and to allow for the planting of trees in the side landscape strip that are less than half the building height. The required trees adjacent to buildings H & J would need to be 27.5 feet. Mr. Fairman duly seconded the motion.**

Mr. Fairman stated staff has recommended additional shade trees. Should that be a condition in this motion? Ms. Hebert responded I think we could add that as a condition to the final site plan approval or any final action on the plan. We are also asking, maybe not in this location, but for the applicant to consider structural soil in some of those street tree plantings to make sure that the trees thrive.

Chairman McMahan called for a vote on the motion as stated; all in favor. Motion carried.

- 6. MOTION by Ms. Malcolm that the Planning Board approve the waiver to Article 275-63(E)(6)(2), Interior Pavement Landscape Strips, to allow two 10-foot wide landscape strips behind building C, rather than one 15-foot wide interior landscape strip. The 15-foot wide landscape strip is required for every 180 feet of parking area. This area was formerly the location of the proposed parking garage. Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.**
- 7. MOTION by Ms. Malcolm that the Planning Board approve the waiver to Article 275-69 of the Zoning Ordinance, to allow light trespass in excess of 0.1-foot candles in a few locations along the perimeter of the site. Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.**
- 8. & 9. MOTION by Ms. Malcolm that the Planning Board approve the waivers to Section 317.1.10 of the Land Development Control Regulations, to not provide the existing topographical information on the Existing Conditions Plan and Section 317.1.11 of the Land Development Control Regulations, to not provide the USDS SCS soils to be shown on the Existing Conditions Plan. Mr. Fairman duly seconded the motion. Vote taken - all in favor. Motion carried.**

Mr. Duval stated Mr. Chairman, I notice that the staff recommendation includes to continue the application to the December 6th meeting. As Mike Nelson pointed out at the beginning, he unfortunately can't be here on December 6th, and we feel that there is a good chance and will know a little better after our meeting on Friday with Ms. Bousa and Ms. Hebert, that we can have everything ready for the November 22nd meeting. If it would be possible for this Board to continue this to the November 22nd meeting, and if we are not ready we will let Ms. Hebert know in advance. Ms. Hebert stated it is a light agenda for the November 22nd meeting, so I wouldn't object to that as long as Mr. Duval's team could get us the information in a timely manner so that we can get it out to you ahead of the meeting, because that is really just a 1-week turnaround from deliverable standpoint and the timing. I don't have any problem with it. I think we can make it work if we can get the information turned around quickly. Mr. Duval stated we will make every effort to do that and we will keep you posted. If we feel we cannot, we will let you know so that you can schedule accordingly.

Ms. Hebert stated I did want to talk to the Board a little bit about what the expectations are for the architecture and the architectural review for all of the buildings and what the applicant is hoping to have approval for at the end of this process for this particular application because you had mentioned you are still working with tenants and prospective tenants. With the 2016 approval we had the architect come back with the final building design for each building, and the Board had really a quick review but it was a chance for them to see the final design and to approve any change. We could recommend a similar process if the Board is comfortable with that, or if you feel like you have nailed down the design and you are looking for final approval from the Board, that is something we could talk about also, but I want to make sure that we are on the same page going into the next meeting. Mr. Keating stated my sense, and I will defer to others who may feel differently, is that we would come back on the 22nd seeking site plan approval, and then subsequently come back to talk further about architecture. Ms. Hebert stated that makes sense.

MOTION by Mr. Fairman that the Planning Board continue this application to the November 22, 2021 Planning Board meeting and this shall serve as public notice. Ms. Malcolm duly seconded the motion. Vote taken - all in favor. Motion carried.

Mr. Duval stated thank you very much to all the members of the Board for your advice, and we look forward to coming back before this Board and making this project a reality.

Mr. Fairman stated at some point in the last year or so we approved a change to Carrabba's to do away with the garden roof. Is that still in the plans? Maybe you don't know and maybe you would want to come back and answer that question. Mr. Nelson stated they haven't said anything about it. Mr. Keating stated we will certainly look into that and we will confirm. Mr. Fairman stated maybe that is part of the landlord's plans or Carrabba's plans to do that. It was something that got approved. Mr. Nelson stated that was not part of our plans.

Concept Proposals and Other Business:

1. Master Plan 2021 Public Hearing

Chairman McMahan opened the public hearing on the 2021 Master Plan.

Chairman McMahan stated two emails have been received and they will be attached to these minutes.

Susan Tufts Moore of Bedford Center Road emailed has an interest of having more put into the Master Plan of the Bedford Land Trust responsibilities and how they go about their business.

Alex Bott emailed that he only found one reference to the Bedford Bicycle/Pedestrian Connectivity Master Plan and he would like it to have it be updated. Chairman McMahan stated I don't know if there is an update to that. He also comments that there is a desire for more of these facilities, including a public trust and then the plan. The investments may be cost prohibitive. What does Bedford want and what does that mean? Chairman McMahan stated the only thing I can think of is that there was a proposal to put a pedestrian crosswalk across Route 101, and the Bicycle/Pedestrian Connectivity plan actually mentioned in their analysis of it probably would be cost effective. There is one that I wasn't aware of is that there is mention of Heritage Trail being only 1 mile and he claims that it is closer to 3 miles.

Chairman McMahan stated maybe we can discuss these things, since we are eventually going to vote on the Master Plan tonight. These would only be changes that we would put into the plan should we find out the actual distance of the Heritage Trail and then there would be a discussion concerning the actual comment.

Ms. Hebert stated I thought we should have a little bit of a presentation on the Master Plan and how we got to this point. Then we can step back to those comments and talk about how they can be addressed in the document, if that is the pleasure of the Board.

Ms. Hebert stated this the public hearing for the adoption of the 2021 Master Plan update. The Master Plan project also included a 12-page Executive Summary. The Executive Summary is an abbreviated version of the Master Plan document that really hits the highlights of the community's vision and is meant to be more accessible for the average resident if they just want to get a quick view of what the Town's vision is for development moving forward.

Ms. Hebert stated I want to talk about what generally is the purpose of the Master Plan is; this is addressed in the beginning of the document, but Master Plans are used to preserve the character of the community, while addressing change in responsible manner, they are used to provide a framework to guide the Town's land use tools, including the Zoning Ordinance and Land Development Control Regulations and the Capital Improvements Plan, and they also help to guide future and long-range planning studies that may happen the plan is adopted. It is the document that the Town uses to evaluate future development applications as a check-in as consistent with the Town's Master Plan and their long-range vision. It is also used as a checking point when the Town is updating Zoning Amendments and reviewing its Capital Improvements Plan. It is an advisory document really to guide the community in making choices that are consistent with its vision for the future.

Ms. Hebert continued New Hampshire state law requires communities to adopt, and from time to time, update and amend their Master Plan in order to implement basic zoning and land use controls, including the Zoning Ordinance, you need to have an adopted Master Plan. The Master Plan traditionally includes three core components but every community has the ability to tailor that Master Plan to exactly what they want to see, and in New Hampshire each Master Plan needs to have an assessment and an analysis of existing and projected conditions, a summary of public comments and views, and long term goals and objectives to the community to pursue. Master planning in Bedford is not a new effort, the Town has been adopting Master Plans for over 50 years, and Bedford's first Master Plan dates back to 1963. Many of the significant projects and improvements that you see around town were based in master planning recommendations. The South River Road corridor development, the performance zoning, also most recently the Route 101 widening was first envisioned in a Town Master Plan, so these documents are bold in their vision and it is unusual that you hit every action item between updates but many of the ideas that are first projected in the Master Plan do come to fruition and you can see them around town.

Ms. Hebert stated this Bedford Blueprint Master Plan document is divided into a series of chapters beginning with an introduction covering overview of master planning basics and an overview of the Town and its general context in the state and region, and guiding principles and a user's guide. The next section is an overview of the process. If you remember, the process was heavy on public outreach in the beginning and then the consultant team takes all of the feedback they get from the community and they write the plan and dig deeper into data and existing conditions analysis. This document is set up with a section called Bedford Yesterday, which is a look back into Bedford's history through the years. The Bedford Today section, which is an existing conditions analysis, Conservation and Development Framework, which is essentially future land use and existing land use vision and a mapping exercise. The last section is the Next Steps for Tomorrow's Bedford, and these are where the action items come into play and where the document spells out how you achieve those guiding principles and that long-range vision.

Ms. Hebert stated the process for this particular Master Plan began in the fall of 2018. The Town issued an RFP (request for proposals) for a planning consultant to assist the community with the

plan update. A committee of Planning Board and Town Council representatives reviewed several proposals and selected the consultant Town Planning and Urban Design Collaborative (TPUDC). The Board appointed a Master Plan Think Tank Committee made up of volunteers to help guide the initial framework of the plan and the public outreach efforts that happened early in the process. The public outreach process began with a very well attended community-wide kick-off meeting at the Manchester Country Club. We had almost 200 people attend the meeting. There was a Planapalooza Charette event led by the TPUDC consulting team, and all of these events were very well attended and targeted at really getting a concentrated effort and community feedback and hearing what the people of Bedford want to see for their Master Plan and their long-term vision for development and growth. The public outreach efforts continued into 2019, staff reached out to community groups, attended community meetings to solicit feedback and then the consultants work on the Master Plan, staff worked on the Master Plan with the consultants, and the first draft was released in March 2020, which had an unfortunate timing with the onset of the pandemic. The first public draft was posted online but we were not able to follow through with the scheduled public meeting to review draft because of the pandemic; we couldn't meet in person and traditionally would have held a kind of town hall style meeting with an in-person event. Staff worked with TPUDC and the Think Tank members to develop a BCTV program that was about an hour long that was aired on BCTV to solicit feedback from the public. The Board received a number of emails and letters from the community with thoughtful suggestions and comments on the plan. At that point the Board discussed the plan and all of the comments, which was about a year ago in September, and the Board decided that there were some things that needed to be adjusted in the plan and changes that they wanted to see implemented. The Board appointed a small subcommittee to work on reformatting and making some changes to the plan, including changes to the graphic layout and the overall structure and flow of the document. That subcommittee met several times, and the subcommittee included Charlie Fairman, Kelleigh Murphy, Mac Mahan, and Bill Duschatko. The group met several times and this past June I was asked to hire a graphic designer to help implement the changes. Now we have the plan that you see today, which I think you will see is improved from the initial draft that was released in March of 2020. This has been a lengthy process with some unexpected hurdles, one being the pandemic, which has definitely the process stretched out from a planning standpoint, but I am really excited that we are here today with a draft that we can bring to the public hearing. There still may be changes and adjustments that need to happen to the plan, but that is the purpose of the public hearing. This is a chance for the Board to hear final comments and to get additional feedback from the community on the document.

Ms. Hebert stated the document's core is based on 6 guiding principles.

1. Maintain Bedford as an outstanding community to live, work and play.
2. Foster a healthy and active multi-generational and socially connected community.
3. To preserve open spaces, rural and historic character, and existing neighborhoods.
4. To conserve the natural environment and manage change.
5. To support innovation, entrepreneurship and a vibrant and dynamic local and regional economy.
6. To advance transportation and infrastructure connections.

The guiding principles are these core vision statements that set the framework for the plan, they are intended to be used to evaluate or set the stage for all of the recommendations in the plan. The statements were developed by the Think Tank and reviewed by the Planning Board at past

meetings, and you will see that they have additional descriptions to support the overall guiding principle or vision statement.

Ms. Hebert stated going back to the plan structure; the next major section is Bedford Yesterday. The plan itself is very graphical in nature with a lot of photographs and images and Bedford Yesterday includes text and images that take a look back at demographics, population, historical events, and developments that helped shape Bedford.

Ms. Hebert stated the next section is Bedford Today, which is a deeper look at data, demographic information, trends, an existing conditions analysis to better understand where Bedford is today, and by today I mean it was a snapshot in time when that effort was done and to give the Town a better idea of how it might be changing and where its development pressures might be. The information covered in this section included a discussion of population and demographics, school enrollment, the housing market, community character, economics, commercial trends, tax base, municipal services, utilities, natural resources, and transportation. All of these analysis and insights are supported by quotes in the What We Heard boxes where you have quotes that were directly taken from the public engagement process.

Ms. Hebert stated the next section is part of the Bedford Today section, is a development status map, which looks at where is Bedford today in terms of development and what are its current land uses. Not specific land uses where is your land developed, where is it conserved and where is it undeveloped. The map was interesting in that about 11 percent of Bedford is undeveloped, not including land that is protected for conservation, and only about 5 percent of the vacant land has the capacity to be developed in the future. That analysis didn't take into account a review of what land or sites may be redeveloped. Just something to consider. That map along with feedback received by the consultants and the Town during the public outreach process was used to develop a conservation and development framework. There were mapping exercises that the community did as part of the Planapalooza event, and this is the conservation and development framework. This is essentially a future land use plan for Bedford, supported by the existing conditions analysis and that public feedback, but the map divides Bedford into several categories, five separate sectors, the conservation land sector, which is land that is permanently protected as open space, the preservation sector, which you will see is largely the established residential neighborhoods in Bedford. These are areas that the Town does not forecast a lot of change. The traditional neighborhood sector, where you have more medium density neighborhoods on gridded streets, up in the Pines and the northeast corner of Bedford, this area also includes small scale commercial uses and amenities that serve the neighborhood. A local development sector in the pink color along Route 101 and Route 114, and lastly this D2 regionally focused development sector, which includes South River Road and the Performance Zone. This regionally focused development sector is the area that represents the greatest opportunity for larger scale development and redevelopment in town.

Ms. Hebert stated the document then reflects back on all of the input the Town received during the Master Plan, the analysis from the existing conditions, and develops next steps for Tomorrow's Bedford. These next steps are tethered to the guiding principles. Under each guiding principle in the pale green you have next steps are objective statements and then in the document below each of the objective statements are action items and recommendations for achieving those next steps.

Ms. Hebert stated lastly, once the Master Plan is adopted, there are plans to adopt an implementation plan, which is organized by guiding principle, next steps and assigns a timeline and a responsible part to each action items, and those action items are the steps the Town should consider taking in order to achieve their objective statements and the ideas included in the guiding principles.

Chairman McMahan stated Ms. Tufts Moore went to a lot of trouble to write the email. Ms. Hebert, do you have any suggestions on how we might address her concern? Ms. Hebert responded I will say that Ms. Tufts Moore took offense to a statement that was leading readers to believe that Bedford was always supportive of land protection efforts, and Ms. Tufts Moore has been involved in land protection for several decades and pointed out to me and the Board in the email that we were mistaken. The Town has not always been supportive of land protection efforts. The plan developed during the process when the Bedford Land Trust, which was our local land trust, was merged with the Piscataquog Land Conservancy, and the plan I think would benefit from a paragraph or two about the Bedford Land Trust and that history. I would be happy to work with Ms. Tufts Moore to add a paragraph so that we have that addressed. Ms. Malcolm stated I would agree with that. Mr. Fairman stated I would agree with that. I started saying something about writing that here thanks to the members of the Bedford Land Trust for so many acres have been preserved and are now part of that. I think your idea of you working with Ms. Tufts Moore to get a paragraph in there would be good. Ms. Hebert stated I feel badly about it. What happens was in the document, I think it became more of a hunt-and-search for Bedford Land Trust and the placement with PLC and we clearly lost the message about Bedford Land Trust's work and we wouldn't want to lose that history. I think that she raises a good point, and I feel sorry that they feel overlooked in the plan. Chairman McMahan stated that is a good idea, and if we may assume that that will take place if we do vote on this tonight. Ms. Hebert responded yes.

Chairman McMahan stated as far as Mr. Bott goes, I think his third point is easy enough for us to check. Does the Board have any discussion on his first two concerns? Chairman McMahan asked how many people have seen the Bicycle/Pedestrian Master Plan? Mr. Fairman stated I have seen it. Chairman McMahan stated maybe a quick discussion on that. I don't know how many years ago we had a contractor that came in to look at all of the areas. There was some discussion about sidewalks or some discussion about whether or not they could expand the size of the road, maybe put asphalt with a white line, just generalizations, as it was quite a detailed plan. Town Councilor Dave Gilbert stated I remember the first year that I was on the Town Council, we talked about the overpass and it did not go anywhere. As far as sidewalks and things with the roads, it only takes money. It is really nice that people are interested in that, but it is going to cost and that is the bottom line. Vice Chairman Duschatko stated we have the sidewalk plan, we attempted to implement a significant portion of the share based on in the hopefulness that we would get a grant from the federal government that was administered through the State of New Hampshire. We were ranked the lowest out of nine submissions in our region; we took exception to that ranking and we still did not get a grant. The money went to Derry and Manchester, as it has in the past three sessions. We have two more years and we can resubmit the plan again, but we are talking about a considerable amount of money, which we don't believe the taxpayers would accept for the very low usage that was basically projected for that particular sidewalk and other sidewalks. Chairman McMahan stated at one time I looked up in two different sources and the cost per mile for a sidewalk, keeping in mind that there has to be drainage associated with it. From the two references, one said \$1 million a mile and the other one said \$1.1 million per mile. Vice Chairman Duschatko stated the important thing to understand is that when we rebuilt Old Bedford Road, we basically

looked at the necessity for putting in fixed drainage and we put it in, so it is ready for a sidewalk and that was a particularly low cost investment in finishing the sidewalk. Fortunately, it is not the numbers you came up with, but if we start from scratch, it would certainly be that number if not greater than that. Chairman McMahan stated and we also did a good job for the school by putting in the asphalt walkway, which would solve the problem, and it was probably considerably cheaper. It may not have made everybody happy, but it was certainly better than the kids walking in the street. Mr. Fairman stated one of the interesting conflicts that we hear in Bedford is we want more sidewalks but we don't want to become urban, we want to be rural. Nothing says urban to me than sidewalks. It is a real conflict in my mind as to what the Town really does want. Other than County Road between the schools, the sidewalks are not heavily used in this town. You don't see many people on Route 101 walking, you don't see many people through town walking on the sidewalk, you see a few, but you don't see many. Vice Chairman Duschatko stated you make a good point. There is almost 2.5 miles of new sidewalk on Route 101 and that far exceeded anything we planned originally. Unfortunately, it is not used by a large number of people, and even worse, this summer we had numerous complaints by the fact that the State was not mowing the sidewalks nor is the Public Works Department doing its part of it and it was just another what we felt was a very good asset addition to the town, turned out to be sort of, at least from a point of view from perspective, almost a liability because it looked awful. Mr. Fairman stated it needs to be maintained and that costs money too. Chairman McMahan stated Mr. Fairman made a good point, if you have sidewalks and you have snow. Mr. Gilbert stated the Town is responsible for maintaining the sidewalks in the winter. Chairman McMahan stated you would need equipment and people to run the equipment. Vice Chairman Duschatko stated we already had to buy a new sidewalk cleaner this year essentially for the Route 101 sidewalk and that was about \$55,000 just to acquire it, and we had to get another operator, which is very difficult. It compounds. Mr. Fairman stated and it really is a conflict in the town. I think you would get a real split on building a lot of sidewalks. If you tried to build sidewalks down any of the main interconnector roads, for instance, if we had the money and you wanted to do, there would be a battle forever. If you tried to put a sidewalk down Wallace Road or Liberty Hill Road or Nashua Road, the people would go bananas. Vice Chairman Duschatko stated the people wouldn't give you an easement to begin with. Mr. Fairman stated those roads get a lot of pedestrian traffic; I live on Liberty Hill Road, we get a lot of people walking, jogging, riding bicycles by my house. The fact is that we have a lot of hiking trails in town. If people want to walk, there is no shortage of places to go walking in this town, and I think one of the things is perhaps not enough publicity but there is no shortage of places to walk. Bicycling is a little different story to get off the main roads. Vice Chairman Duschatko stated for the Planning Board there is a lot of negative things that were thrown out; if somebody has a positive one please don't hesitate.

Mr. Nelson stated the amount of professionalism in the document itself and in the Executive Summary is really outstanding. I have been impressed as I have been going through the document. You can see the time and effort and energy that has been put into it. I know there are always things that we can improve, but overall, I think as a new member and someone who has kind of dove into and Ms. Hebert and Ms. Harris have provided a lot of good guidance on how to interpret these things and how to research them, it has been a very good document for me to be able to understand what the vision and what the drive and what the history is, which is interesting. I think as a new member providing a different perspective to it, it is refreshing to see the amount of professionalism and time and effort that has gone into these documents.

Mr. Fairman stated I will second that. I think it is a great document. I can find things forever that I would change and correct, but it is a great document. The Board members that worked hard on it should be proud of what they did.

Ms. Hebert stated I was going to suggest that the Board could add a 6.20 to this section that references the Bicycle/Pedestrian Master Plan and the updating of it if you felt like you needed to add that in. I think we are getting to the essence of that in the recommendations itself. Vice Chairman Duschatko stated it is already referenced in there.

Chairman McMahan stated I would like to think that if both of those that emailed their concerns were in the room right now that they may be satisfied with the comments. I can't speak for them, but the important thing is that we recognize that they took the time, we have discussed it and a suggestion that I may have is that Ms. Hebert will work with Ms. Tufts Moore and that we can find the true length of the Heritage Trail and that we have already discussed the previous ones. Ms. Hebert stated the Heritage Trail is 3 miles long. Mr. Fairman asked Ms. Hebert, do we need to wait for your discussion with Ms. Tufts Moore and that change before we approve this document or can we approve it with that condition? Ms. Hebert replied you could approve it with that condition and I can bring it back to you and you can always tweak it. It could be subject to Board approval. Mr. Fairman stated just have staff work with Ms. Tufts Moore to approve that.

MOTION by Mr. Fairman that the Planning Board adopt the 2021 Bedford Master Plan as presented, with the condition that Planning Staff work with interested parties on the discussion and insertion of information about the Bedford Land Trust. Ms. Malcolm duly seconded the motion. Vote taken - all in favor. Motion carried.

V. Approval of Minutes of Previous Meetings:

MOTION by Mr. Fairman to approve the minutes of the September 27, 2021 Planning Board Workshop meeting as written. Vice Chairman Duschatko duly seconded the motion. Vote taken; motion carried, with Mr. Quintal and Ms. Malcolm abstained.

MOTION by Mr. Fairman to approve the minutes of the October 25, 2021 Planning Board meeting as written. Vice Chairman Duschatko duly seconded the motion. Vote taken – all in favor. Motion carried.

VI. Communications to the Board: None

The next Planning Board meeting is scheduled for November 22, 2021.

VII. Reports of Committees: None

VIII. Adjournment:

MOTION by Ms. Malcolm to adjourn at 9:00 p.m. Mr. Quintal duly seconded the motion. Vote taken – all in favor. Motion carried.